



(a real estate investment trust constituted on 1 November 2013 under the laws of the Republic of Singapore)  
Managed by IREIT Global Group Pte. Ltd. (Company Registration No: 201331623K)

## MINUTES OF ANNUAL GENERAL MEETING

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Date : 18 June 2020  
Time : 2.00 p.m.  
Place : Held by way of electronic means  
Chairman of the Meeting : Mr. Lim Kok Min, John

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### **WELCOME ADDRESS**

The Chairman of the Meeting (“**Chairman**”) extended a warm welcome to all Unitholders to the Annual General Meeting (“**AGM**” or the “**Meeting**”) of IREIT Global (“**IREIT**”) convened and held by way of electronic means in view of the current COVID-19 restriction orders in Singapore and the related safe distancing measures.

The Chairman introduced the Directors and Management attending the AGM via live webcast to the Unitholders.

### **QUORUM**

As a quorum was present, Chairman called the Meeting to order.

### **NOTICE**

As the Annual Report and Notice of this Meeting had been published via SGXNET and made available on IREIT’s corporate website for the prescribed period, the Chairman proposed to take the Notice of the Meeting as read.

### **RESPONSES TO QUESTIONS RECEIVED FROM UNITHOLDERS**

The Chairman also informed the Meeting that responses to all substantial and relevant questions submitted by Unitholders prior to the AGM had been published on the SGXNET and IREIT’s corporate website earlier this morning.

### **MANAGEMENT PRESENTATION**

Prior to the agenda proper, Management gave an overview presentation on IREIT’s performance, key information on its assets and strategy going forward.

It was noted that a copy of the presentation slides would be made available on the SGXNET and IREIT’s corporate website today after trading hours.

**VOTING BY POLL**

The Chairman informed the Unitholders that in view of the COVID-19 situation, all resolutions tabled at this Meeting had been put to vote by proxy only. The results of the poll for each resolution are results as casted by proxy votes, which had been verified by the appointed independent Scrutineer, DrewCorp Services Pte Ltd.

The Chairman informed the Unitholders that in his capacity as Chairman of the Meeting, he had been appointed as proxy by Unitholders and will be voting in accordance with their instructions. As Chairman of the Meeting, he will also be proposing all the resolutions to be transacted at the AGM.

**ORDINARY BUSINESS****ORDINARY RESOLUTION 1 – TO RECEIVE AND ADOPT THE REPORT OF THE TRUSTEE, THE STATEMENT BY THE MANAGER AND THE AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2019 AND THE AUDITOR’S REPORT THEREON**

The Meeting proceeded with the first agenda item to receive and adopt the Report of the Trustee, the Statement by the Manager and the Audited Financial Statements for the financial year ended 31 December 2019 together with the Auditors' Report thereon.

The Chairman put the motion to vote by poll and the results of the poll in respect of Ordinary Resolution 1 were as follows:-

	<b>NO. OF UNITS</b>	<b>PERCENTAGE</b>
<b>FOR</b>	<b>395,590,773</b>	<b>99.94</b>
<b>AGAINST</b>	<b>235,000</b>	<b>0.06</b>
<b>TOTAL NO. OF VALID VOTES</b>	<b>395,825,773</b>	<b>100.00</b>

Based on the results of the poll, Chairman declared Ordinary Resolution 1 carried.

**ORDINARY RESOLUTION 2 – TO RE-APPOINT DELOITTE & TOUCHE LLP AS THE INDEPENDENT AUDITORS OF IREIT AND TO AUTHORISE THE MANAGER TO FIX THEIR REMUNERATION**

Resolution 2 was to re-appoint Deloitte & Touche LLP as the Independent Auditors of IREIT and to authorise the Manager to fix their remuneration.

Deloitte & Touche LLP had expressed their willingness to continue in office.

The Chairman put the motion to vote by poll and the results of the poll in respect of Ordinary Resolution 2 were as follows:-

	<b>NO. OF UNITS</b>	<b>PERCENTAGE</b>
<b>FOR</b>	<b>394,719,673</b>	<b>99.72</b>
<b>AGAINST</b>	<b>1,106,100</b>	<b>0.28</b>
<b>TOTAL NO. OF VALID VOTES</b>	<b>395,825,773</b>	<b>100.00</b>

Based on the results of the poll, Chairman declared Ordinary Resolution 2 carried.

**SPECIAL BUSINESS****ORDINARY RESOLUTION 3 – TO AUTHORISE THE MANAGER TO ISSUE UNITS AND TO MAKE OR GRANT CONVERTIBLE INSTRUMENTS**

Ordinary Resolution 3 is to authorise the Manager, to:

- (a) (i) issue units in IREIT (“**Units**”) whether by way of rights, bonus or otherwise; and/or
- (ii) make or grant offers, agreements or options (collectively, “**Instruments**”) that might or would require Units to be issued, including but not limited to the creation and issue of (as well as adjustments to) securities, warrants, debentures or other instruments convertible into Units,
- at any time and upon such terms and conditions and for such purposes and to such persons as the Manager may in its absolute discretion deem fit; and
- (b) issue Units in pursuance of any Instruments made or granted by the Manager while this Resolution was in force (notwithstanding that the authority conferred by this Resolution may have ceased to be in force at the time such Units are issued),

provided that:

- (1) the aggregate number of Units to be issued pursuant to this Resolution (including Units to be issued in pursuance of Instruments made or granted pursuant to this Resolution) shall not exceed one hundred per cent (100%) of the total number of issued Units (excluding treasury Units, if any) (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of Units to be issued other than on a pro rata basis to Unitholders (including Units to be issued in pursuance of Instruments made or granted pursuant to this Resolution) shall not exceed twenty per cent (20%) of the total number of issued Units (excluding treasury Units, if any) (as calculated in accordance with sub-paragraph (2) below);
- (2) subject to such manner of calculation as may be prescribed by Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) for the purpose of determining the aggregate number of Units that may be issued under sub-paragraph (1) above, the total number of issued Units (excluding treasury Units, if any) shall be based on the number of issued Units (excluding treasury Units, if any) at the time of the passing of this Resolution, after adjusting for:
- (a) any new Units arising from the conversion or exercise of any Instruments which are outstanding at the time this Resolution is passed; and
- (b) any subsequent bonus issue, consolidation or subdivision of Units;
- (3) in exercising the authority conferred by this Resolution, the Manager shall comply with the provisions of the Listing Manual of the SGX-ST for the time being in force (unless such compliance has been waived by the SGX-ST) and the trust deed constituting IREIT (as amended, varied and/or supplemented) (the “**Trust Deed**”) for the time being in force (unless otherwise exempted or waived by the Monetary Authority of Singapore);
- (4) unless revoked or varied by the Unitholders in a general meeting of IREIT, the authority conferred by this Resolution shall continue in force until (i) the conclusion of the next AGM of IREIT or (ii) the date by which the next AGM of IREIT is required by the applicable laws and regulations or the Trust Deed to be held, whichever is earlier;
- (5) where the terms of the issue of the Instruments provide for adjustment to the number of Instruments or Units into which the Instruments may be converted in the event of rights, bonus or other capitalisation issues or any other events, the Manager is authorised to issue additional Instruments or Units pursuant to such adjustment notwithstanding that the authority conferred by this Resolution may have ceased to be in force at the time the Instruments or Units are issued; and

- (6) the Manager and the Trustee, be and are hereby severally authorised to complete and do all such acts and things (including executing all such documents as may be required) as the Manager or, as the case may be, the Trustee may consider expedient or necessary or in the interest of IREIT to give effect to the authority conferred by this Resolution.

The Chairman put the motion to vote by poll and the results of the poll in respect of Ordinary Resolution 3 were as follows:-

	<b>NO. OF UNITS</b>	<b>PERCENTAGE</b>
<b>FOR</b>	<b>395,486,173</b>	<b>99.91</b>
<b>AGAINST</b>	<b>339,600</b>	<b>0.09</b>
<b>TOTAL NO. OF VALID VOTES</b>	<b>395,825,773</b>	<b>100.00</b>

Based on the results of the poll, Chairman declared Ordinary Resolution 3 carried.

### **CONCLUSION**

There being no other business for the Meeting, Chairman declared the Meeting closed at 2.30 p.m. and thanked all Unitholders for their attendance and support.

CONFIRMED AS A TRUE RECORD OF PROCEEDINGS

LIM KOK MIN, JOHN  
CHAIRMAN OF MEETING

### **Important Notice**

This Announcement is for information only and does not constitute an invitation or offer to acquire, purchase or subscribe for units in IREIT Global ("IREIT", and the units in IREIT, the "Units").

The value of the Units and the income derived from them may rise or fall. The Units are not obligations of, deposits in, or guaranteed by, IREIT Global Group Pte. Ltd., as manager of IREIT (the "Manager"), or any of its affiliates. Investors have no right to request the Manager to redeem their Units while the Units are listed. It is intended that unitholders of IREIT may only deal in their Units through trading on Singapore Exchange Securities Trading Limited (the "SGX-ST"). Listing of the Units on the SGX-ST does not guarantee a liquid market for the Units. The past performance of IREIT or the Manager is not necessarily indicative of the future performance of IREIT or the Manager. An investment in Units is subject to investment risks, including the possible loss of the principal amount invested.

This announcement may contain forward-looking statements that involve assumptions, risks and uncertainties. Actual future performance, outcomes and results may differ materially from those expressed in forward-looking statements as a result of a number of risks, uncertainties and assumptions. Representative examples of these factors include (without limitation) general industry and economic conditions, interest rate trends, cost of capital and capital availability, competition, shifts in expected levels of property rental income, changes in operating expenses, property expenses, governmental and public policy changes and the continued availability of financing in the amounts and the terms necessary to support future business.

Investors are cautioned not to place undue reliance on these forward-looking statements, which are based on the Manager's current view of future events.